

--	--	--

Sec. Twp. Range

**ZONING HEARING APPLICATION  
MIAMI-DADE COUNTY  
DEPARTMENT OF PLANNING & ZONING**

**RECEIVED**  
2004  
APR 20 2010

ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT

BY JA

LIST ALL FOLIO #S: 30-5002-081-0010

\* add'l folio's see below

Date Received

1. **NAME OF APPLICANT** (Owner(s) of record of the property or lessee. If applicant is a lessee, an executed 'Owner's Sworn-to-Consent' and copy of a valid lease for 1 year or more is required. If the applicant is a corporation, trust, partnership, or like entity, a 'Disclosure of Interest' is required).

DOWNTOWN DADELAND RETAIL, LLC.

**2. APPLICANT'S MAILING ADDRESS, TELEPHONE NUMBER:**

Mailing Address: 6011 CONNECTION DRIVE

City: IRVING State: TX Zip: 75039 Phone#: 972.368.2200

**3. OWNER'S NAME, MAILING ADDRESS, TELEPHONE NUMBER:**

Owner's Name (Provide name of ALL owners): DOWNTOWN DADELAND RETAIL, LLC.

Mailing Address: 6011 CONNECTION DRIVE

City: IRVING State: TX Zip: 75039 Phone#: 972.368.2200

**4. CONTACT PERSON'S INFORMATION:**

Name: TADAO SHIMIZU Company: ADD Inc

Mailing Address: 2 SOUTH BISCAYNE BOULEVARD, SUITE 1670

City: MIAMI State: FL Zip: 33131

Phone# 305.482.8700 Fax# 305.482.8770 E-mail: TSHIMIZU@ADDINC.COM

**5. LEGAL DESCRIPTION OF ALL PROPERTY COVERED BY THE APPLICATION**

(Provide complete legal description, i.e., lot, block, subdivision name, plat book & page number, or metes and bounds. Include section, township, and range. If the application contains multiple rezoning requests, a legal description for each requested zone must be provided. Attach separate sheets as needed and clearly label (identify) each legal description attached. In addition to paper version it is requested that lengthy metes and bounds descriptions be provided on diskette or compact disc in Microsoft Word or compatible software.)

DOWNTOWN DADELAND PB 161-76 T-21357 TR A LESS PORT DESC IN CONDO DECL PER OR 25358-0255  
NAU 30 5002 092 K/A DOWNTOWN DADELAND CONDO NO 1 & LESS PORT DESC IN CONDO DECL

\* 30-5002-081-0001 30-5002-095-0001  
30-5002-091-0001 30-5002-096-0001  
30-5002-092-0001 30-5002-097-0001  
30-5002-093-0001

**6. ADDRESS OR LOCATION OF PROPERTY** (For location, use description such as NE corner of, etc.)

7270 NORTH KENDALL DRIVE, MIAMI, FL 33156

7. SIZE OF PROPERTY 340 ft x 950 ft (in acres): 7.42  
(divide total sq. ft. by 43,560 to obtain acreage)

8. DATE property ☒ acquired ☐ leased: SEPTEMBER 2002 (month & year)

9. Lease term: \_\_\_\_\_ years

10. IS CONTIGUOUS PROPERTY OWNED BY THE SUBJECT PROPERTY OWNER(S)?

no ☒ yes ☐ If yes, provide complete legal description of said contiguous property.

11. Is there an option to purchase ☐ or lease ☐ the subject property or property contiguous thereto?  
no ☒ yes ☐ (If yes, identify potential purchaser or lessee and complete 'Disclosure of Interest' form)

12. PRESENT ZONING CLASSIFICATION: DOWNTOWN KENDALL URBAN CENTER DISTRICT (DKUC)

13. APPLICATION REQUESTS (Check all that apply and describe nature of the request in space provided)

☐ District Boundary (zone) Changes [Zone(s) requested]: \_\_\_\_\_

(Provide a separate legal description for each zone requested)

☐ Unusual Use: \_\_\_\_\_

☐ Use Variance: \_\_\_\_\_

☒ Non-Use Variance: VERTICAL BANNER SIGNS; PARKING DIRECTIONAL SIGNS; LETTER SIGNS; LOGOS

☐ Alternative Site Development: Option: \_\_\_\_\_

☐ Special Exception: \_\_\_\_\_

☐ Modification of Previous Resolution/Plan: \_\_\_\_\_

☐ Modification of Declaration or Covenant: \_\_\_\_\_

14. Has a public hearing been held on this property within the last year & a half? no ☒ yes ☐  
If yes, provide applicant's name, date, purpose and result of hearing, and resolution number:

15. Is this application a result of a violation notice? no ☒ yes ☐ If yes, give name to whom the  
violation notice was served: \_\_\_\_\_ and describe the violation:

16. Describe structures on the property: (7) 7-STORY CONDOMINIUM RESIDENTIAL STRUCTURES

17. Is there any existing use on the property? no ☐ yes ☒ If yes, what use and when established?

Use: RESIDENTIAL MULTI-FAMILY, MIGRANT CAMPUS W/GROUND FLOOR RETAIL Year: 2006

18. Do you require a translator for the actual hearing? Yes ☐ No ☒

If yes: Spanish ☐ Haitian Creole ☐

Other (Please specify which language) \_\_\_\_\_

RECEIVED  
210-044  
APR 20 2010  
ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.  
BY JA



## ACKNOWLEDGEMENT BY APPLICANT

1. The Public Works Department, the Department of Environmental Resources Management (DERM), and other County agencies review and critique zoning hearing applications which may affect the scheduling and outcome of my hearing. These reviews may require additional hearings before DERM's Environmental Quality Control Board (EQCB), or other County boards, and/or the proffering of agreements to be recorded. I am also aware that I must comply promptly with any DERM or Public Works conditions and advise this office in writing if my application will be withdrawn.
2. Filing fees may not be the total cost of a hearing. Some requests require notices to be mailed to property owners up to a mile from the subject property and I am responsible for paying the additional radius mailing costs. In addition to mailing costs, I am responsible for additional fees related to application changes, plan revisions, deferrals, re-advertising, etc., that may be incurred. I understand that fees must be paid promptly. Applications withdrawn within 60 days of the filing are eligible for a refund of 50% of the hearing fee but after that time hearings withdrawn or returned will be ineligible for a refund. Refunds must be requested in writing.
3. Applicable Florida Building Code requirements may affect my ability to obtain a building permit even if my zoning application is approved; and a building permit will probably be required. I am responsible for obtaining any required permits and inspections for all structures and additions proposed, or built without permits. And that a Certificate of Use (C.U.) must be obtained for the use of the property after it has been approved at Zoning Hearing. Failure to obtain the required permits and/or C.U., Certificates of Completion (C.C.) or Certificate of Occupancy (C.O.) will result in enforcement action against any occupant and owner. Submittal of the Zoning Hearing application may not forestall enforcement action against the property.
4. The 3<sup>rd</sup> District Court of Appeal has ruled that zoning applications inconsistent with the Comprehensive Development Master Plan (CDMP) cannot be approved by a zoning board based upon considerations of fundamental fairness. Therefore, I acknowledge that if the hearing request is inconsistent with the CDMP and I decide to go forward then my hearing request can only be denied or deferred, but not approved.
5. Any covenant to be proffered must be submitted to the Department's Legal Advisor, on County form, at least 1 month prior to the hearing date. The covenant will be reviewed and the applicant will be notified if changes or corrections are necessary. Once the covenant is acceptable, the applicant is responsible to submit the executed covenant with a current 'Opinion of Title' within 1 week of the hearing. Legal Advisor can advise as to additional requirements applicable to foreign corporations. Documents submitted to Legal Advisor must carry a cover letter indicating subject matter, application number and hearing date. Legal Advisor may be reached at (305) 375-3075

Kendra S. Hinderland  
(Applicant's Signature)

Kendra S. Hinderland  
(Print Name of Applicant)

Asst Secretary of Managing Member

Sworn to and subscribed before me on the

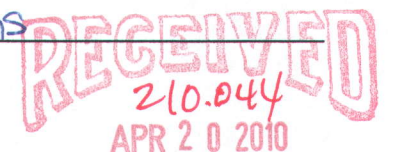
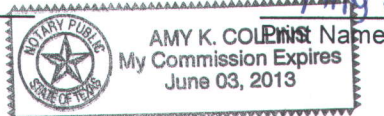
10<sup>th</sup> Day of March, 2010.

Affiant is personally known to me or has produced  
X as identification.

Amy K. Collins  
(Notary Public's Signature)

My commission expires 06/03/13

State of: Texas



ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.

BY JA



### APPLICANT'S AFFIDAVIT

The Undersigned, first being duly sworn depose that all answers to the questions in this application, and all supplementary documents made a part of the application are honest and true to the best of (my)(our) knowledge and belief. (I)(We) understand this application must be complete and accurate before the application can be submitted and the hearing advertised.

\*\*\*\*\*

### OWNER OR TENANT AFFIDAVIT

(I)(WE), \_\_\_\_\_, being first duly sworn, depose and say that (I am)(we are) the ☐ owner ☐ tenant of the property described and which is the subject matter of the proposed hearing.

Signature

Signature

Sworn to and subscribed to before me  
this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Notary Public: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

\*\*\*\*\*

COMPANY

~~CORPORATION~~ AFFIDAVIT

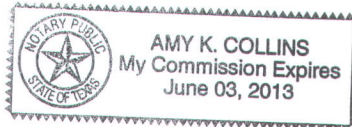
limited liability company

(I)(WE), Kendra S. Hinderland, being first duly sworn, depose and say that (I am)(we are) the ☐ President ☐ Vice-President ☐ Secretary ☒ Asst. Secretary of the aforesaid corporation, and as such, have been authorized by the corporation to file this application for public hearing; and that said corporation is the ☐ owner ☐ tenant of the property described herein and which is the subject matter of the proposed hearing.

Attest: Heather Abel

Kendra S. Hinderland  
Authorized Signature  
Assistant Secretary  
Office Held

(Corp. Seal)



Sworn to and subscribed to before me  
this 10th day of MARCH, 2010.

Notary Public: A.K. Collins  
Commission Expires: 06/03/13

\*\*\*\*\*

### PARTNERSHIP AFFIDAVIT

(I)(WE), \_\_\_\_\_, being first duly sworn, depose and say that (I am)(we are) partners of the hereinafter named partnership, and as such, have been authorized to file this application for a public hearing; and that said partnership is the ☐ owner ☐ tenant of the property described herein which is the subject matter of the proposed hearing.

(Name of Partnership)

By \_\_\_\_\_ %

By \_\_\_\_\_ %

By \_\_\_\_\_ %

By \_\_\_\_\_ %

Sworn to and subscribed to before me  
this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Notary Public: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

\*\*\*\*\*

### ATTORNEY AFFIDAVIT

I, \_\_\_\_\_, being first duly sworn, depose and say that I am a State of Florida Attorney at Law, and I am the Attorney for the Owner of the property described and which is the subject matter of the proposed hearing.

Signature

Sworn to and subscribed to before me  
this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Notary Public: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

RECEIVED  
210-044  
APR 20 2010

ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.

BY JA



OWNERSHIP AFFIDAVIT  
FOR  
~~CORPORATION~~ COMPANY

STATE OF TEXAS Public Hearing No. \_\_\_\_\_  
COUNTY OF DALLAS

Before me, the undersigned authority, personally appeared \_\_\_\_\_  
\_\_\_\_\_ hereinafter the Affiant(s), who being first duly  
sworn by me, on oath, deposes and says:

1. Affiant is the <sup>Assistant Secretary</sup> ~~president, vice president or CEO~~ of the ~~Company~~ <sup>Company</sup>, with the following address:  
\_\_\_\_\_  
\_\_\_\_\_
2. The ~~Company~~ <sup>Company</sup> owns the property which is the subject of the proposed hearing.
3. The subject property is legally described as:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
4. Affiant is legally authorized to file this application for public hearing.
5. Affiant understands this affidavit is subject to the penalties of law for perjury and the possibility of voiding of any zoning granted at public hearing.

**Witnesses:**

Heather Abel  
Signature

Heather Abel  
Print Name

Lauren Adam  
Signature

Lauren Adam  
Print Name

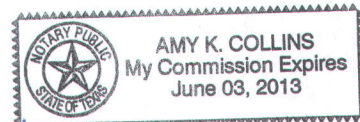
Kendra S. Hinderland  
Affiant's signature

Kendra S. Hinderland  
Print Name  
Assistant Secretary of Managing Member

Sworn to and subscribed before me on the 10<sup>th</sup> day of March, 20 10.

Affiant is personally known to me or has produced X as identification

Notary Amy K. Collins  
(Stamp/Seal)



Commission Expires: 06/03/13

**RECEIVED**  
210-044  
**APR 20 2010**  
ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.  
BY JA

## DISCLOSURE OF INTEREST

If a CORPORATION owns or leases the subject property, list principal stockholders and percent of stock owned by each. [Note: Where principal officers or stockholders consist of other corporation(s), trust(s), partnership(s) or other similar entities, further disclosure shall be made to identify the natural persons having the ultimate ownership interest].

CORPORATION NAME: Downtown Dadeland Retail, LLC

NAME AND ADDRESS

Percentage of Stock

Dadeland Retail, LLC

100% membership interest

6011 Connection Drive

(a wholly owned subsidiary

Irving, TX 75039

of the Goldman Sachs

Group, Inc. and publically

traded on the NYSE as GS)

If a **TRUST** or **ESTATE** owns or leases the subject property, list the trust beneficiaries and the percent of interest held by each. [Note: Where beneficiaries are other than natural persons, further disclosure shall be made to identify the natural persons having the ultimate ownership interest].

TRUST/ESTATE NAME \_\_\_\_\_

NAME AND ADDRESS

Percentage of Interest

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

If a PARTNERSHIP owns or leases the subject property, list the principals including general and limited partners. [Note: Where the partner(s) consist of another partnership(s), corporation(s), trust(s) or other similar entities, further disclosure shall be made to identify the natural persons having the ultimate ownership interest].

PARTNERSHIP OR LIMITED PARTNERSHIP NAME: \_\_\_\_\_

NAME AND ADDRESS

Percentage of Ownership

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

If there is a **CONTRACT FOR PURCHASE**, by a Corporation, Trust or Partnership list purchasers below, including principal officers, stockholders, beneficiaries or partners. [Note: Where principal officers, stockholders, beneficiaries or partners consist of other corporations, trusts, partnerships or other similar



entities, further disclosure shall be made to identify natural persons having the ultimate ownership interests].

NAME OF PURCHASER: \_\_\_\_\_

NAME, ADDRESS AND OFFICE (if applicable)

Percentage of Interest

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

Date of contract: \_\_\_\_\_

If any contingency clause or contract terms involve additional parties, list all individuals or officers, if a corporation, partnership or trust.

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

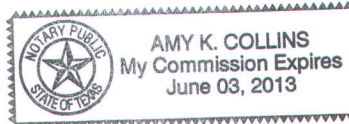
**NOTICE:** For any changes of ownership or changes in purchase contracts after the date of the application, but prior to the date of final public hearing, a supplemental disclosure of interest is required.

The above is a full disclosure of all parties of interest in this application to the best of my knowledge and belief.

Signature: *Kendra J. Hinderland*  
(Applicant)  
Assistant Secretary of Managing Member

Sworn to and subscribed before me this 10<sup>th</sup> day of MARCH, 20 10. Affiant is personally know to me or has produced \_\_\_\_\_ as identification.

*[Signature]*  
(Notary Public)



My commission expires: 06/03/13

Seal

\*Disclosure shall not be required of: 1) any entity, the equity interests in which are regularly traded on an established securities market in the United States or another country; or 2) pension funds or pension trusts of more than five thousand (5,000) ownership interests; or 3) any entity where ownership interests are held in a partnership, corporation or trust consisting of more than five thousand (5,000) separate interests, including all interests at every level of ownership and where no one (1) person or entity holds more than a total of five per cent (5%) of the ownership interest in the partnership, corporation or trust. Entities whose ownership interests are held in a partnership, corporation, or trust consisting of more than five thousand (5,000) separate interests, including all interests at every level of ownership, shall only be required to disclose those ownership interest which exceed five (5) percent of the ownership interest in the partnership, corporation or trust.

RECEIVED  
APR 20 2010  
ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.  
BY *[Signature]*

## LIMITED LIABILITY COMPANY AGREEMENT

OF

### DOWNTOWN DADELAND RETAIL, LLC

This Limited Liability Company Agreement (this "Agreement") of DOWNTOWN DADELAND RETAIL, LLC is entered into as of December 22, 2008, by the undersigned as sole member (the "Member").

The Member hereby forms a limited liability company pursuant to and in accordance with the Delaware Limited Liability Company Act, as amended from time to time (6 Del.C. §18-101, et seq.) (the "Act"), and hereby agrees as follows:

1. Name. The name of the limited liability company formed hereby is DOWNTOWN DADELAND RETAIL, LLC (the "Company").
2. Purpose. The Company is formed for the object and purpose of, and the nature of the business to be conducted and promoted by the Company is, engaging in any lawful act or activity for which limited liability companies may be formed under the Act, and engaging in any and all activities necessary or incidental to the foregoing.
3. Registered Office. The address of the registered office of the Company in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.
4. Registered Agent. The name and address of the registered agent of the Company for service of process on the Company in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801.
5. Principal Place of Business. The principal place of business of the Company is 85 Broad Street, New York, New York 10004.
6. Member. The Member was admitted as a member of the Company upon its execution of this Agreement. The name and the business, residence or mailing addresses of the sole Member is as follows:

Name

DADELAND RETAIL LLC

Address

85 Broad Street

New York, New York 10004

-A-1-

LEGAL\_US\_E # 82061350.1

RECEIVED  
210.044  
APR 20 2010

ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.

BY




IN WITNESS WHEREOF, the undersigned, intending to be legally bound hereby,  
has duly executed this Limited Liability Company Agreement as of the date and year first  
aforesaid.

DADELAND RETAIL LLC, a Delaware limited  
liability company

By: 

Name: Mark J. Buono

Title: Authorized signatory

RECEIVED  
210044  
APR 20 2010  
ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.  
BY 

**SECRETARY'S CERTIFICATE OF**

**DADELAND RETAIL, LLC**

I, Joe M. Osborne, do hereby certify that I am the duly elected, qualified and acting Secretary of Dadeland Retail, LLC, a Delaware limited liability company (the "Company"), the sole and Managing Member of Downtown Dadeland Retail, L.L.C., a Delaware limited liability company, which is the owner of that certain retail property located at 7280 SW 90<sup>th</sup> Street, Miami, Florida 33156.

I am familiar with the facts herein stated, and do hereby further certify that attached hereto as Exhibit A, is a true and correct copy of that Written Consent of Directors of the Company, dated August 22, 2008, electing the current slate of Officers of the Company.

I further do hereby certify that the information is true and correct as of the date of this Certificate and that the Written Consent remains in full force and effect as of this date, and has not been further amended, replaced, rescinded or otherwise revoked

IN WITNESS WHEREOF, I have hereunto subscribed my name this 17<sup>th</sup> day of April, 2009.

By: \_\_\_\_\_

Joe M. Osborne  
Secretary

**RECEIVED**  
210.014  
APR 20 2010  
ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.  
BY JA



**EXHIBIT A**

Written Consent of Directors  
dated August 22, 2008

## DADELAND RETAIL LLC

### Written Consent of Directors

The undersigned, being all of the Directors of DADELAND RETAIL LLC, a Delaware limited liability company (the "Company"), hereby take the following action in lieu of a meeting:

**RESOLVED**, that the following persons are elected to hold the offices of the Company set forth opposite their names from the date hereof until their successor(s) is/are elected and qualified or until their earlier resignation or removal or until they cease to be employed by The Goldman Sachs Group, Inc. ("GS") or any company controlled by or under common control with GS, with such officers having such powers and duties in the management of the Company as generally pertain to their respective offices:

Mark Buono	President
Richard D. Case	Vice President
Joe M. Osborne	Secretary
Elizabeth E. Beshel	Treasurer
Scott Ackerman	Assistant Secretary
David M. Altshuler	Assistant Secretary
Ron K. Barger	Assistant Secretary
Joseph Barrett	Assistant Secretary
Roger H. Beless	Assistant Secretary
Timothy W. Cathey	Assistant Secretary
Michael O. Dalton	Assistant Secretary
Samuel Dyer III	Assistant Secretary
Gregory Fay	Assistant Secretary
Michael W. Forbes	Assistant Secretary
Marilyn L. Franklin	Assistant Secretary
Richard R. Frapart	Assistant Secretary
John Gajdica	Assistant Secretary
Paul R. Garancis	Assistant Secretary
John Gibson	Assistant Secretary
Amy L. Green	Assistant Secretary
Brenda Grubbs	Assistant Secretary
Julie Hausen	Assistant Secretary
Kendra S. Hinderland	Assistant Secretary
Mark Holman	Assistant Secretary
Kerry C. Houchin	Assistant Secretary
Kenneth L. Josselyn	Assistant Secretary
Elizabeth Lambert	Assistant Secretary
Steven Lipscomb	Assistant Secretary
Beverly L. O'Toole	Assistant Secretary
Eric Pyland	Assistant Secretary
Benjamin J. Rader	Assistant Secretary
Steven Reynolds	Assistant Secretary

RECEIVED  
2004  
APR 20 2010

ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.

BY





Brad Waggoner  
Steven M. Bunson  
Joe M. Osborne

Assistant Secretary  
Assistant Treasurer  
Assistant General Counsel

## Loans

**RESOLVED**, that the Company be, and hereby is, authorized to incur at any time, and from time to time, loans, borrowings, advances, and any other indebtedness for borrowed money by the Company, which may be either secured or unsecured, and from any institution or individual, and the Company be, and hereby is, authorized to transfer or borrow money (collectively, "Loans").

**RESOLVED**, that each Treasury Signatory (as defined below), and any person or persons appointed by any Treasury Signatory in writing (each such person, an "Appointee"), be, and each of them hereby is, authorized in the name of and on behalf of the Company to sign any loan agreement or other instrument or document effecting or evidencing, in whole or in part, a Loan (including, without limitation, any credit facilities pursuant to which Loans may be made in the future from time to time), and any other documents in connection with the transfer or borrowing of money (including, without limitation, promissory notes, security loan agreements and pledge agreements), in each case as any such person may determine; that each Treasury Signatory and Appointee be, and each of them hereby is, authorized to prepare, execute and deliver in the name of and on behalf of the Company and under its corporate seal or otherwise, any and all designations, applications, certificates and other documents or other instruments to effect such Loans, in each case on such terms and conditions as any Treasury Signatory or Appointee may determine; that the Directors hereby adopt the form of any and all resolutions required by any such institution or individual to be adopted in connection therewith; and that any General Counsel or Secretary or Assistant Secretary of the Company hereby is directed to attach to this unanimous written consent copies of such resolutions, which resolutions shall be deemed to be adopted by the Directors and incorporated into these resolutions as a part of these resolutions, with the same force and effect as if presented to and approved by the Directors, and any Secretary or Assistant Secretary or General Counsel of the Company is empowered and authorized to certify to any such institution or individual that any such form of resolution has been duly adopted by this resolution. For purposes of these resolutions, "Treasury Signatory" shall mean each or any of the following officers of The Goldman Sachs Group, Inc.: the Chief Financial Officer, the General Counsels, the Treasurer, the Controller, the Principal Accounting Officer, the Associate General Counsel responsible for Finance and Corporate Legal and any Assistant Treasurer, and any other employee of the Company or one of its affiliates designated in writing by an Authorized Person of The Goldman Sachs Group, Inc. (as defined in its Securities Issuance and Borrowing Resolutions) as a Treasury Signatory of The Goldman Sachs Group, Inc., in each case for so long as such Treasury Signatory is an employee of the Company or one of its affiliates.

## Bank Accounts

**RESOLVED**, that each Treasury Signatory, and any Appointee be, and each of them hereby is, authorized and directed to open one or more bank, money market or other similar accounts in the name of the Company in such banks, trust companies or other financial institutions as any of them may select, and that all checks, drafts and notes for the payment of money drawn against any such accounts shall require the signature of such person or persons as they may direct; that the officers of the Company be, and each of them hereby is, authorized to prepare, execute and deliver in the name of and on behalf of the Company and under its company seal or otherwise, such designations, applications, certificates and other documents or other instruments as may be necessary to open such bank, money market or other accounts; that the Directors of the Company hereby adopt the form of any and all resolutions required by any such bank, trust company or other financial institution to be adopted in connection therewith; and that any Secretary or Assistant Secretary of the Company hereby is directed to attach to this unanimous written consent copies of such



resolutions, which resolutions shall be deemed to be adopted by the Directors and incorporated into these resolutions as a part of these resolutions, with the same force and effect as if presented to and approved by the Directors, and any Secretary or Assistant Secretary of the Company is empowered and authorized to certify to any such bank, trust company or other financial institution that any such form of resolution has been duly adopted by this resolution.

#### **Guarantees**

**RESOLVED**, that the Company be, and hereby is, authorized to enter into at any time, and from time to time, guarantees of, and "keep-well agreements", "comfort letters" and other similar agreements or instruments with respect to, any securities, loans, indebtedness, leases, contracts, agreements, undertakings or other obligations or liabilities of any person or entity (collectively, "Guarantees").

**RESOLVED**, that each Treasury Signatory be, and each of them hereby is, authorized to execute, in the name and on behalf of the Company, any agreement or other instrument or document effecting or evidencing, in whole or in part, a Guarantee, in each case as any such Treasury Signatory may determine to be necessary, desirable or appropriate, such necessity, desirability or appropriateness to be conclusively evidenced by execution thereof; that each Treasury Signatory be, and each of them hereby is, authorized to prepare, execute and deliver in the name of and on behalf of the Company and under its company seal or otherwise, any and all designations, applications, certificates and other documents or other instruments to effect or evidence such Guarantees, in each case on such terms and conditions as any Treasury Signatory may determine to be necessary, desirable or appropriate, such necessity, desirability or appropriateness to be conclusively evidenced by execution thereof; that the Directors hereby adopt the form of any and all resolutions required by any entity or individual to be adopted in connection therewith; and that any Secretary or Assistant Secretary of the Company hereby is directed to attach to this unanimous written consent copies of such resolutions, which resolutions shall be deemed to be adopted by the Directors and incorporated into these resolutions as a part of these resolutions, with the same force and effect as if presented to and approved by the Directors, and any Secretary or Assistant Secretary of the Company is empowered and authorized to certify to any such entity or individual that any such form of resolution has been duly adopted by this resolution.


#### **General**

**RESOLVED**, that in order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, but subject to any restrictions therein, each Treasury Signatory and each Appointee is hereby authorized and directed to take all such further action, to execute and deliver the agreements, instruments and documents authorized to be executed in the foregoing resolutions and all such further agreements, instruments and documents relating thereto, in the name of and on behalf of the Company, and to pay or provide for all such fees and expenses which shall in its judgment be deemed necessary, proper, advisable or appropriate;

**RESOLVED**, that each Treasury Signatory and each Appointee is authorized to pay such expenses as the Directors may deem necessary, proper, advisable or appropriate in order to carry out the intent and accomplish the purposes of the resolutions hereby adopted; and

**RESOLVED**, that any and all actions heretofore and hereafter taken by each Treasury Signatory and each Appointee to carry out the purposes and intent of the foregoing resolutions prior to their adoption are hereby ratified and confirmed by, and adopted as the action of the Company.

**RESOLVED**, that the foregoing resolutions shall apply for the Company itself and any entity in which it is a general partner, managing member, trustee or other similar controlling person.

RECEIVED  
20.04.10  
APR 20 2010  
ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DE  
BY 



22<sup>nd</sup> IN WITNESS WHEREOF, the undersigned have signed the consent as of the  
day of August, 2008.



\_\_\_\_\_  
Mark Buono

\_\_\_\_\_  
Kevin S. Gasvoda

22<sup>nd</sup> IN WITNESS WHEREOF, the undersigned have signed the consent as of the  
day of August, 2008.

\_\_\_\_\_  
Mark Buono

*Kevin S. Gasvoda*  
Kevin S. Gasvoda

RECEIVED  
210-044  
APR 20 2010

ZONING HEARINGS SECTION  
MIAMI-DADE PLANNING AND ZONING DEPT.  
BY *[Signature]*



### APPLICANT'S AFFIDAVIT

The Undersigned, first being duly sworn depose that all answers to the questions in this application, and all supplementary documents made a part of the application are honest and true to the best of (my)(our) knowledge and belief. (I)(We) understand this application must be complete and accurate before the application can be submitted and the hearing advertised.

### OWNER OR TENANT AFFIDAVIT

(I)(WE), \_\_\_\_\_, being first duly sworn, depose and say that (I am)(we are) the ☐ owner ☐ tenant of the property described and which is the subject matter of the proposed hearing.

Signature

Signature

Sworn to and subscribed to before me  
this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Notary Public: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

### CORPORATION AFFIDAVIT

(I)(WE), Downtown Dadeland Retail, LLC, being first duly sworn, depose and say that (I am)(we are) the ☐ President ☐ Vice-President ☐ Secretary ☐ Asst. Secretary of the aforesaid corporation, and as such, have been authorized by the corporation to file this application for public hearing; and that said corporation is the ☐ owner ☐ tenant of the property described herein and which is the subject matter of the proposed hearing.

Attest: \_\_\_\_\_

Authorized Signature

Office Held

(Corp. Seal)

Sworn to and subscribed to before me  
this \_\_\_\_\_ day of June, 2010.

Notary Public: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

### PARTNERSHIP AFFIDAVIT

(I)(WE), \_\_\_\_\_, being first duly sworn, depose and say that (I am)(we are) partners of the hereinafter named partnership, and as such, have been authorized to file this application for a public hearing; and that said partnership is the ☐ owner ☐ tenant of the property described herein which is the subject matter of the proposed hearing.

(Name of Partnership)

By \_\_\_\_\_ %

By \_\_\_\_\_ %

By \_\_\_\_\_ %

By \_\_\_\_\_ %

Sworn to and subscribed to before me  
this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

Notary Public: \_\_\_\_\_  
Commission Expires: \_\_\_\_\_

### ATTORNEY AFFIDAVIT

I, Ben Fernandez, being first duly sworn, depose and say that I am a State of Florida Attorney at Law, and I am the Attorney for the Owner of the property described and which is the subject matter of the proposed hearing.

Sworn to and subscribed to before me  
this 8th day of July, 2010

Notary Public: Betty Llerena  
Commission Expires: 3/5/14



# Organizational Chart for DOWNTOWN DADELAND RETAIL, LLC

